



OARSI CODE OF ETHICS
Adopted by the Board of Directors September 9, 2009

INDEX

Topic	Page Number
Preamble and Guidelines for Leadership	2
Definition of Terms & Process	3
President and Officers	4
Board of Directors	6
Nominees to the Board	6
Chairs: Committees, Task Forces, Initiatives, Editorial Board	7
OARSI Representatives to Other Organizations	8
Editors and Associate Editors	8
Ethics Committee Duties	9
Review and Appeals Process	9
Interactions with Industry	10
Signature Page	12

PREAMBLE

The Code of Ethics of the International Osteoarthritis Research Society, OARSI (Society) applies to the entire Society, including its Fellows and Members, and is enforceable solely by the Society.

The primary purpose of this Code of Ethics is to support OARSI's mission, which is to be the premier international organization for scientists and health care professionals focused on the prevention and treatment of osteoarthritis through the promotion and presentation of research, education and the worldwide dissemination of new knowledge.

OARSI can succeed in this mission only if it maintains its reputation in the scientific and medical communities and with the general public as a credible, objective and unbiased force whose statements, activities and relationships are beyond reproach.

It is the purpose of this code to provide guidelines which will ensure this reputation be maintained. OARSI has not attempted in this Code to set forth a position regarding all ethical issues which its members may face in their day-to-day professional activities. A primary purpose of this Code is to emphasize those ethical matters which bear directly on OARSI's scientific and educational mission and to those activities which relate to that mission.

As used in this Code of Ethics, the term "Member" means any Fellow or Member of the Society in any class of membership, except as otherwise noted.

ETHICS POLICY AND GUIDELINES FOR OARSI LEADERSHIP

OARSI Leaders are expected to act in the interests of the Society and not for personal or third-party gain, promotion of commercial interests, or financial enrichment. This policy identifies and facilitates the resolution of conflict/dualities of interest.

OARSI leaders should engage in activities that are free from real or apparent conflicts/dualities of interest and from commercial or external influence or bias. Under this Policy, OARSI leaders are discouraged from: (1) using their positions and status to promote commercial interests; and (2) from participating in decisions and activities where an outside interest affects the leader's loyalty to the Society, or where a leader's action could affect the value of a commercial enterprise in which the leader has a financial interest.

In particular, these ethics policy and guidelines define for the OARSI Officers, Board of Directors, committee chairs and members, Editors, Associate Editors and Editorial Boards of OARSI journals and publications, task force members, and representatives of OARSI to other societies:

- (1) what constitutes a conflict/duality/duality of interest
- (2) how to resolve a conflict/duality or duality of interest with respect to other professional societies, journals, industrial and pharmaceutical concerns and external entities.

Definitions of Terms

Conflict/Duality of Interest; Apparent Conflict/Duality of Interest

A conflict/duality of interest is defined as a situation in which an individual decision-maker has any impediment to being impartial and loyal, such as: (1) a personal, professional, business or volunteer position, responsibility, or interest; or 2) a conflicting duty to another entity where the individual's allegiance may be split between the Society and another organization. An apparent conflict/duality is defined as a situation or relationship that may cause an observer to question whether there is an impediment to impartiality.

Conflict/Duality Resolution

For all Officers and Committee Chairs, and all members of the Board, committees, task forces, editorial boards, associate editors and editors, and other OARSI leadership positions, in the event of any actual or apparent conflict/duality of interest related to service on behalf of the OARSI, the individual must:

- (1) publicly disclose (or have previously disclosed) the conflict/duality before the related discussion takes place
- (2) absent him/herself from at least part of the discussion, when directed to
- (3) absent him/herself from voting on the related matter, when directed to

The Policy's Intent and Limitations

It is the intention of the Society that actual and apparent conflicts and duality of interest and commercial bias be avoided when any leaders of the Society act, speak, represent, and participate in decision-making and policy generation on behalf of the OARSI.

This policy does not restrict OARSI members in their roles as scientists, physicians, researchers, medical professionals, and administrators. Several professional societies, federal agencies, and other organizations have disseminated ethical guidelines available to the OARSI membership governing the conduct of research, the protection of human and animal subjects, and the care of patients.

OARSI Process

These principles are formulated in concordance with the goals defined in the OARSI Mission Statement and with the OARSI Bylaws.

This policy is implemented through the completion and regular updating of conflict/duality of interest/disclosure forms (attached) by each individual who is elected or appointed to a leadership position in the OARSI, including representing OARSI or serving on an OARSI committee. The conflict/duality of interest/disclosure forms shall be submitted to the Executive Director for distributed to the Board of Directors ('Board') at least four weeks before each meeting of the Board. The Executive Director will compile a list of disclosures and the President, Secretary-General, Past President and Executive Director will review the list against the Board Meeting agenda to determine possible

conflicts/dualities and will seek the guidance of the Ethics Committee, if needed. This list of disclosures with specific details omitted will be shared with the Board Members at least once yearly at the Board Meeting(s). The minutes shall duly reflect this. The Executive Director is charged with collecting the forms and retaining them in the Society's Business Office. As a general rule, the specific information contained therein should not be made public beyond the OARSI Board members.

On a regular basis, Committee and Task Force Chairs and Editors will remind those participating of the OARSI's Ethics Policy and Guidelines and disseminate Conflict/duality of Interest Disclosure Forms for updating; the minutes shall duly reflect this. The forms will be retained by the Executive Director in the Society's Business Office.

Any conflict/duality identified by the individual or the Executive Director, Secretary-Treasurer or President pertaining to an OARSI issue to be discussed shall be resolved prior to discussion and determination of any such topic or issue.

OARSI encourages members to participate actively in other professional societies and to develop mutually supportive collegial relationships with industry. However, certain activities may give the appearance of a conflict/duality of interest.

OARSI encourages the involvement of industry representatives in its governance activities. However, certain volunteer leadership positions require decisions about the allocation of OARSI's time, priorities, and resources that can affect the interests of industries in the osteoarthritis field. These decisions include confidential information about corporate fundraising, program topics and speaker selection, emerging technologies, and long-term budgeting. Given the seeming conflict between these interests, it appears to be an unresolvable conflict for a full time industry employee in the osteoarthritis field to serve as an OARSI Board Member, Officer, or Chair of the Research and Training, Publications, Outreach, Communications, Nominating/Awards, Strategic Alliances or Ethics Committees. However, an OARSI member may propose to the Ethics Committee a situation or safeguards that would protect the Society's interest without necessitating the person's frequent absence from discussions and decision-making due to a conflict of interest.

I. President of OARSI

(1) During his/her tenure, the President of OARSI should refrain from participation in commercially supported meetings held in conjunction with the annual OARSI meeting for which activities speakers or course directors would normally receive direct financial remuneration from a commercial entity. University- or hospital-sponsored or CME-accredited continuing medical education programs, whose planning and conduct are free from commercial influence, are acceptable. Participation during the remainder of the year in such activities should include the President's verbal assertion that he/she is representing him/herself and not OARSI.

(2) The President is also charged with following the guidelines provided for Board Members in Section II.

II. OARSI Officers

OARSI Officers include the President, President-Elect, immediate Past-President, Secretary General and Treasurer. Consistent with their legal duties, their decisions and

actions during their tenures must be guided by the best interests and mission of the Society. As Officers, these individuals should engage in activities that are free from conflicts/dualities of interest and from commercial or external influence or bias. To these ends, the Officers are expected to follow this Policy.

(1) During their tenure as OARSI Officers, Officers should not hold office in other organizations whose missions and/or activities may constitute a conflict/duality of interest with the OARSI.

(2) Individuals who are Officers in OARSI and are officers or nominees for office in other societies should consult with the OARSI Ethics Committee to determine whether concomitant service to both organizations would constitute or appear to constitute a conflict/duality of interest for OARSI.

(3) Officers of OARSI should not serve as course directors, moderators, chairs, or speakers for commercially supported symposia or continuing medical education activities that are held in conjunction with, but outside, the official program of the OARSI Annual Meeting.

(4) During their tenures, the Officers of OARSI should consult with others, including the Ethics Committee, on the significance of actual or apparent conflicts/dualities or biases arising from work with corporate entities in relation to their primary roles as the senior leadership.

A. For example, with respect to interacting with corporate entities, Officers are:

- Permitted to participate on data safety monitoring boards;
- Permitted to participate as primary investigators in company-supported clinical trials and basic research;
- Prohibited from participating in company programs at the OARSI Annual Meeting;
- Prohibited from serving as chair of a company advisory board.

(5) During their tenures, Officers of OARSI should not present or testify to federal or other national or international agencies as a consultant for a corporate entity.

(6) Unless conducting an official OARSI task or event, Officers of OARSI should make every effort to insure that their views are their own, and do not reflect the official policies or views of OARSI.

(7) Officers – like OARSI Councilors, committee chairs and members, members of OARSI Task Forces, and staff – are required to maintain the confidentiality of information limited to the OARSI Executive Committee, Council, the committees, task forces, and staff.

(8) In view of the policy-making and fiscal decisions rendered by the OARSI Officers, it is expected that they review the agendas of meetings in advance so that they can fully declare and disclose verbally any actual or apparent conflict/duality of interest related to issues that come before the Executive Committee and/or Council. It is further expected that, after disclosure and as directed, Officers shall recuse themselves from discussions

in person and in conference calls and from voting on any such issues. In addition, after disclosure and as directed, Officers shall recuse themselves from discussion and voting on of issues that occur spontaneously (e.g., as new business) for which they have any actual or apparent conflict/duality of interest.

(9) The Officers are also charged with following the guidelines provided for Councilors in Section III.

III. OARSI Board of Directors

The powers of the Board of Directors are to manage the property and affairs and determine the policies of OARSI. Board Members are elected to represent all constituents of OARSI membership and should strive during their tenure on the Board to further the mission and goals of OARSI without external influence and conflict/duality of interest.

To these ends, Board Members are expected to follow this Policy.

(1) During their tenures, Board Members should not hold position as Officers (President, President-Elect, Past-President, and Secretary-Treasurer) in other organizations whose missions and activities might constitute a conflict/duality of interest with OARSI.

(2) OARSI Board Members – like all OARSI Officers, Committee chairs and members, members of OARSI Task Forces, and staff – are required to maintain the confidentiality of information limited to the OARSI Executive Committee, Board of Directors, committees, task forces, and staff.

(4) In view of the policy-making and fiscal decisions rendered by the Board, it is expected that Board Members review the agendas of meetings in advance so that they can fully declare and disclose verbally any actual or apparent conflict/duality of interest related to issues that come before the Board. It is further expected that, after disclosure and as directed, Board Members shall recuse themselves from discussions in person and in conference calls and from voting on any such issues. In addition, after disclosure and as directed, Board Members shall recuse themselves from discussion and voting on issues that occur spontaneously (e.g., as new business) for which they have any actual or apparent conflict/duality of interest.

(5) During their tenures, OARSI Board Members should consult with others, including the Ethics Committee, on the significance of actual or apparent conflicts/dualities or biases arising from work with corporate entities in relation to their primary roles as the senior leadership. For example, with respect to interacting with corporate entities, Board Members are:

- Permitted to participate on data safety monitoring boards;
- Permitted to participate as primary investigators in company-supported clinical trials and basic research;
- Permitted to participate in company programs at the OARSI Annual Meeting;
- Permitted to participate in company speakers' bureaus; and,
- Permitted to serve on company advisory boards, including serving as chair of a company advisory board.

IV. Nominees for OARSI Office and/or Board Membership

(1) Members of OARSI should assure the Nominating/Awards Committee that they can act on behalf of the OARSI, free from bias or unresolvable conflict/duality of interest, prior to accepting nominations for and election to Officer or Board Membership status of OARSI. They must reveal all actual or apparent conflict/duality of interest including duality of interest in their submitted statement of interest for Board consideration. In addition, nominees must disclose any additional relationships or conflicts/dualities of interest that arise between intent and voting and during service.

V. Chairs and Members of Committees, Task Forces, and Editorial Boards of OARSI Publications

The committees, task forces, and editorial boards of OARSI and its publications carry out the work of the Society on behalf of the membership. The distinct functions of the committees, task forces, and editorial boards are intended to address the broad mission of OARSI: to be the premier international organization for scientists and health care professionals focused on the prevention and treatment of osteoarthritis through the promotion and presentation of research, education and the worldwide dissemination of new knowledge.

(1) Chairs and members of committees, task forces, and editorial boards must assure that they act in these roles in a manner free from commercial bias and that they resolve any conflict or duality of interest or disclose them and then recuse themselves from related deliberations and voting.

(2) In calling meetings or conference calls to order, committee chairs and task force leaders shall request disclosure from members, regarding any items on the agenda of the meeting or call for which they have an actual or apparent conflict or duality of interest. Members shall recuse themselves from voting on and discussing such issues. In addition, chairs and members of committees, task forces, and editorial boards shall recuse themselves from voting on, and from discussion of, issues that occur spontaneously (e.g., as new business) for which they have any actual or apparent conflict/duality of interest.

(3) Program Committee Chairs must assure that all educational activities are planned free of conflict/duality or duality of interest and commercial bias or influence.

(4) Editorial board members must strive to ensure that OARSI publications are free from commercial influence and unresolved conflict/duality of interests and that they reflect high-quality, peer-reviewed science and a balanced view of therapeutics available to treat human diseases.

(5) Nominations for awards and/or service as Officers or on the Board or committees must be reviewed free from personal and external bias and conflict/duality or the appearance of a conflict/duality of interest. To that end, members of the Nominating/Awards Committee and Board, which approves the Nominating/Awards Committee's slate, should disclose to the respective Committee or Board Member potential duality or conflict/duality of interest, which includes proposing an individual for nomination, providing a letter of recommendation, and/or having a close professional or personal relationship with the nominee. The member with a conflict/duality or the appearance of a conflict/duality of interest should recuse himself/herself from discussions regarding the nominated individual as well as from the vote involving that award or office. A member of

the Nominating/Awards Committee should not serve if he/she is being nominated for an award or office, Board Membership or committee service, respectively.

(6) Chairs and members of committees, task forces, and editorial boards should maintain the confidentiality of information limited to the chairs, committees, editorial boards, task forces, and staff.

VI. Nominees for Committee Chairs, Members, Editorial Boards and Associate Editors

(1) All members of OARSI should ensure the Nominating Committee that they can act on behalf of OARSI, free from bias or any unresolved or unresolvable conflicts/dualities of interest, prior to accepting nominations for service as chairs or members of committees, task forces, and/or editorial board members and associate editors of the OARSI publications. All actual or apparent conflicts/dualities of interest must be disclosed prior to accepting service as a chair or member of a committee, task force or editorial board, or as an associate editor.

VII. Representatives of OARSI to Other Organizations, Government Agencies, and Commercial Entities

(1) Representatives of OARSI to other organizations and entities should ensure that they present the mission and policies of the Society in a balanced manner, free from conflict or duality of interest and commercial influence.

(2) Representatives of OARSI should maintain the confidentiality of information limited to OARSI, its Board, Executive Committee, committees, task forces, and staff.

VIII. Nominees for Representatives of OARSI to Other Organizations, Government Agencies, and Commercial Entities

(1) All members of OARSI should assure the Nominating/Awards Committee that they can act on behalf of the OARSI, free from bias or unresolvable conflict/duality of interest, prior to accepting nominations to serve as representatives of OARSI to other organizations or groups.

IX. Editors and Associate Editors of Journals and Other Publications of OARSI

(1) Editors and Associate Editors working on behalf of OARSI should uphold the highest principles of scientific objectivity in conducting the review and publication of submissions to journals, books, and other enduring materials.

(2) Reviewers and authors of editorials, invited reviews, commentaries, and other materials in OARSI journals and publications must be selected on the basis of scientific and clinical expertise, without external influence or commercial bias.

(3) Editors and Associate Editors of journals and other publications of OARSI must strive for objectivity in the review and decision-making process concerning submitted contributions. Their decisions must be free from commercial bias, external influence, and unresolved conflict/duality of interest. If an actual or apparent conflict or duality of interest exists, then an Editor and/or Associate editor must disclose the conflict/duality and then excuse himself/herself from any decision-making regarding the specific

submission. Responsibilities for such a submission will be delegated to other appropriately qualified members of the editorial board or another Associate Editor.

(4) Editors and Associate Editors must strive for full disclosure of industrial, pharmaceutical, and financial relationships involving authors as they may have an impact on views derived by the readership of the manuscript. All financial relationships of authors with industry must be fully disclosed, including any personal compensation to authors, any provision of support for personnel, study medication, study procedures, and so forth.

(5) The Editor and Deputy Editors should not serve in this capacity or as Editor or Deputy/Associate Editors for other journals in the field.

X. Nominees for Editors and Associate Editors of Journals and Other Publications of OARSI

(1) All members of OARSI should assure the Nominating Committee that they can act on behalf of OARSI, free from bias or conflict/duality of interest, prior to accepting nominations for editorship and associate editorship of OARSI journals and publications.

XI. Ethics Committee

(1) To provide guidance for ethical issues of OARSI, a panel of individuals will serve in the capacity of an Ethics Committee to interpret the ethical requirements and standards of the Society. The Committee may on its own initiative, or upon request by any OARSI Officer or member, review the Conflict/Duality of Interest Disclosures of any Board Member or Officer. The Committee will assist in the review of ethical issues and questions raised by Officers, the Board, committees, editorial boards, task forces, members, and staff. Additional experts can be appointed to serve on the Committee on an ad hoc basis, depending on the nature of the issue under consideration. This committee will further propose modifications to the Ethics Policy and Guidelines on an as-needed basis.

(2) The Committee will have 5-6 members, including the OARSI Past-President. He or she will serve a two-year term to coincide with his/her term as OARSI Past-President.

(3) The Nominees for vacancies will be recommended by the Nominating/Awards Committee and approved by the Board. The Ethics Committee may suggest ad hoc members to the Executive Committee for approval at times between Nominating/Awards Committee.

XII. Ethics Review Committee

The Executive Committee will function as the Ethics Review Committee, which is responsible for reviewing and deciding actual cases of alleged conflict/duality of interest.

XIII. Ethics Appeals Committee

A separate body, the Ethics Appeals Committee, and its members (no fewer than three people); will be designated by the Executive Committee on an as-needed basis. All appeals of any decisions of Ethics Review Committee will be heard and voted upon by the Ethics Appeals Committee. The Ethics Appeals Committee's decisions shall be final.

XIV. Process Following Adoption of these Ethics Policy and Guidelines

- (1) Officers, Board Members, and Committee Chairs in office at the time of adopting these guidelines or subsequent editions shall not be subject to retroactive application.
- (2) The qualification for service for all future nominated Board Members and Officers proposed for the slate and committee and task force chairs and members will be subject to these principles.
- (3) To move toward compliance with the ethical guidelines and principles of OARSI, at the time of adoption, the extant Officers, Board Members, committees, and task forces must review their membership and ongoing activities for compliance with this code. They should inform the Chair of the OARSI Ethics Committee of any instances of noncompliance who will discuss with the OARSI President and Executive Committee how these issues will be handled.
- (4) To ensure that future activities of the OARSI meet the standards of the Society, it is recommended that the ethical implications of forming new relationships, beginning new ventures, and/or committing funding or resources of the Society be reviewed by the Board, the Executive Committee and other relevant committees, concomitant with the other aspects and implications of these ventures.

OARSI STATEMENT ABOUT INTERACTIONS WITH INDUSTRY

Background

OARSI leadership expects that the OARSI Code of Ethics will guide all OARSI activities. This code will be shared with the OARSI membership and will be found on the OARSI website. The OARSI Board of Directors expects this policy, developed by the OARSI Executive Director with the Ethics Committee, will undergo continued evaluation and refinement over time.

To articulate the guidelines governing the Society's interaction with industry, the following guiding principles were drafted for member review and discussion.

Before introducing these principles, here are some useful definitions:

- “*Sponsor*” refers to the organizer, planner, and content developer of a scientific program.
- “*Supporter*” refers to the organization, company or government entity that provides financial support for an OARSI endeavor through an educational or other grant mechanism.
- “*Advertiser*” refers to an individual, company or organization who/that pays a fee for advertising space in OARSI's Journal. All advertisements are approved by the Editor prior to acceptance.
- “*Renter/purchaser*” refers to the individual or company who rents OARSI mailing lists and/or exhibit booths, or purchases OARSI books, Journal subscriptions, advertisements, meeting bag inserts and/or other products.
- “*Industry-Supported Symposium*” refers to a session at the OARSI Annual Meeting that is financially supported by industry and organized by people other than the program committee and/or OARSI Board of Directors

OARSI Guiding Principles of Interaction with Industry

General

1. OARSI may seek corporate support for educational initiatives that support the Society's mission and goals, including the OARSI Annual Meeting, grants and awards, other meetings, OARSI publications, the OARSI websites and newsletters.
2. Corporate support enables the Society to leverage its resources and increase its scientific offerings and impact
3. OARSI meeting co-chairs and organizers, Editors, Associate Editors, reviewers and members of Editorial Boards work to ensure that the OARSI Annual Meeting Official Program, other OARSI meeting programs, and all publication and other product content are free of undue influence by any party.
4. OARSI staff members may seek industry support for OARSI programs and products in the form of educational and other grants according to relevant guidelines. These guidelines allow no industry influence over content.
5. OARSI will not make exceptions to its policies for corporate supporters or other groups/individuals.
6. OARSI acknowledges industry support through the common practices adopted by other nonprofit groups and government entities: signage and slides at meetings; in writing in its programs, advertisements, newsletters and on its website; and with plaques presented at an annual social event.
7. No one company is permitted to underwrite an entire OARSI scientific meeting.

Annual and Other Meetings

8. OARSI is the sole sponsor of all its Official Program scientific sessions at its Annual Meeting, *except* joint symposia, which are organized with other groups. When OARSI partners with another organization or government entity (e.g., in the case of a joint symposium at the OARSI Annual Meeting or another meeting), the two (or more) entities co-plan the event and co-select the speakers and topics.
9. The OARSI Annual Meeting Official Program does not include Industry-Supported Symposia and Working Groups, which are part of the Ancillary Program. These sessions are held *in conjunction with the OARSI Annual Meeting*, and can only be advertised using this language.
10. Programs and speakers for the Ancillary Program events are selected by their respective organizers and must be approved by the OARSI Program Chairs.
11. All Industry-Supported and other Symposia — like all Official Program sessions — must disclose in written materials all speaker conflicts and/or appearances of conflict, and disseminate, and collect and provide evaluation forms or summary to OARSI. OARSI will report complaints regarding undue corporate influence in its Official and/or Ancillary Program to the organizer.

OARSI Code of Ethics

(adopted by the Board of Directors September 9, 2009)

I agree to abide by the OARSI Code of Ethics.

Name: _____

Signature: _____

Date: _____